

UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY

JACK J. GRYNBERG, PRICASPIAN
DEVELOPMENT CORPORATION, at Texas
corporation, RSM PRODUCTION CORPORATION, a
Texas corporation, and GADECO LLC, a Colorado
limited liability company,

Plaintiffs,

– against –

GOLDMAN SACHS GROUP, INC., a Delaware
corporation, GOLDMAN SACHS INTERNATIONAL,
a wholly-owned subsidiary, ABC COMPANIES 1-10
and JOHN DOES 1-40,

Defendants.

2:12 CV-03525 (CCC) (JAD)

DECLARATION OF MATTHEW E. TROPP

I, Matthew E. Tropp, do hereby declare and state under penalty of perjury as follows:

1. I am an Assistant Secretary of Defendant The Goldman Sachs Group, Inc. (“GS Group”).
2. I submit this Declaration in support of GS Group’s Motion to Transfer this Action to the United States District Court for the Southern District of New York or, in the alternative, to dismiss the Complaint. This Declaration is based on personal knowledge of the facts set forth below or based on information, including my review of relevant business records, provided by others within GS Group.
3. GS Group, a Delaware corporation, is a bank holding company regulated by the Board of Governors of the Federal Reserve System. GS Group has ownership interests in numerous corporate affiliates.

4. At all times relevant to the allegations in the Complaint in this action, GS Group's principal place of business and headquarters were located at 85 Broad Street or 200 West Street in New York, New York.

5. I understand that Plaintiffs allege that GS Group has business addresses at 30 Hudson Street, Jersey City, New Jersey 07302-4699 and 701 Mt. Lucas Rd., Princeton, New Jersey 08540. Neither New Jersey office houses businesspeople who engage in corporate loan origination or extension approval activities for energy industry companies of the type at issue in the Complaint. The headquarters of GS Group and its affiliates for the United States-based corporate loan origination and extension approval activities were located outside of New Jersey and primarily at either the 85 Broad Street office or offices at 1 New York Plaza in New York, New York in 2007 and 2008 and today at the 200 West Street office in New York, New York.

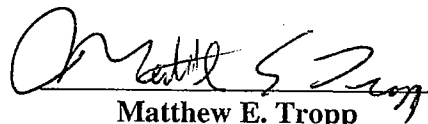
6. I also understand that the Complaint alleges that GS Group refused to obtain financing for a proposed oil and gas project for Plaintiffs in Cameroon and that GS Group blocked the Grynberg family from obtaining financing through Goldman Sachs or other financial institutions for an ethanol project in Brazil. Both allegations are made "upon information and belief," and no GS Group personnel are identified in connection with these allegations. As noted above, the headquarters for the firm's United States-based corporate loan origination and extension approval activities were and are located primarily in New York, New York (and not New Jersey).

7. In addition, the Complaint alleges that the CEO of Lehman Brothers was "talking with colleagues at Goldman Sachs" in or about 2007 and that upper management at Lazard Frères received a "communication from Goldman Sachs" in or about 2008. The Complaint does not identify any of the GS Group personnel who may have been involved in either

communication. In or about 2007 or 2008, GS Group's executive officers in the United States were based in GS Group's 85 Broad Street or 1 New York Plaza offices in New York, New York.

8. Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Executed on August 17, 2012

A handwritten signature in black ink, appearing to read "Matthew E. Tropp", written over a horizontal line.

Matthew E. Tropp
Assistant Secretary
The Goldman Sachs Group, Inc.